

**AGREEMENT FOR PURCHASE
OF COMPUTER STORED INFORMATION OF THE ILLINOIS SECRETARY OF STATE BY
THE CITY OF CHICAGO, OFFICE OF THE CITY CLERK AND ITS AGENT, CLARITY PARTNERS, LLC**

1. This Agreement is made between Jesse White, Secretary of State of Illinois (SOS), in his official capacity and not as an individual, with his principal address at 298 Howlett Building, Springfield, Illinois, 62756, (hereinafter known as "SOS"), the City of Chicago, Office of the City Clerk, with its principal address at 121 North LaSalle Street, Room 107, Chicago, Illinois 60602 (hereinafter known as "City Clerk") and Clarity Partners, LLC, with its principal address at 20 North Clark Street, Suite 3600, Chicago, Illinois 60602 (hereinafter known as "Clarity"). The City Clerk and Clarity are collectively referred to as "Seekers".
2. Pursuant to Chicago Municipal Code 2-12-010, the City Clerk is responsible for administration and enforcement of the Chicago Wheel Tax Ordinance and Residential Zone Parking. The City Clerk administers the Sales Application Suite, an application designed to support the City Clerk in its duties under the Municipal Code and is owned by the City Clerk's Office.
3. The City Clerk has contracted with Clarity for the express purposes of technology consulting services, support and troubleshooting of the Sales Application Suite, as outlined in Exhibits A and B to the Agreement. Clarity will not maintain, or have control of SOS data.
4. In order to effectively administer and enforce the Wheel Tax Ordinance and Residential Zone Parking, the City Clerk requests from SOS, and SOS agrees to furnish to the City Clerk, information from the SOS computer files, said information being:
 - A) From the Driver Services Department: Monthly batch files of all driver license and state identification card records (DL/ID number, expiration date, name, address, and date of birth only) for residents of the City of Chicago as outlined in Exhibit A to this agreement.
 - B) From the Vehicle Services Department: Monthly batch files of vehicle registration data, including name, address, vehicle make, model, plate type, plate expiration month and year, owner code and Vehicle Identification Numbers for vehicles registered in the Counties of Cook, DuPage, Lake, McHenry, Kane, Kendall, and Will, as outlined in Exhibit A to this agreement.
 - C) From the Vehicle Services Department: a quarterly batch file of all dealerships and related dealership information, including dealer name, address, vehicle information, phone numbers, and quantity of dealer plates assigned to each active vehicle dealership registered to do business in the State of Illinois, as outlined in Exhibit A to this agreement.
5. The requested information shall be furnished to the City Clerk by Secure File Transfer Protocol (SFTP).
6. The City Clerk agrees to pay all applicable statutory fees in effect, and currently prescribed by 625 ILCS 5/2-123 of the Illinois Vehicle Code entitled, "Sale and Distribution of Information" and 92 Ill. Adm. Code 1002.30.
7. Seekers represent that this request for information is in accordance with Federal and Illinois law. Seekers shall furnish a certified statement (in the form of a sworn and notarized affidavit) setting forth

the specific uses being made of the information received and subject to the approval of SOS, which shall be incorporated into this Agreement as Exhibits A and B. Further, Seekers agree neither to deviate from nor to alter the certified statement of specific uses without the prior express written consent of SOS. This Agreement authorizes SOS or its representative to audit Seekers, including any and all computer systems and documents to verify that the data is being used only in accordance with the certified statement.

8. Seekers must immediately report any unauthorized use or misuse of SOS information, as well as any breach of Seeker's security system that may involve SOS information, to SOS by contacting the Secretary of State Department of Technology (217/558-0049) and the Office of the General Counsel (217/785-3094).
9. Seekers agree that it will obtain the information from SOS on an "AS IS" basis. Seekers acknowledge the information is compiled by SOS as required by statute for its own public purposes and that by providing such information to Seekers pursuant to this Agreement, SOS is providing information convenient to Seekers. SOS assumes no responsibility for the accuracy of the information and disclaims any liability for damages, costs and/or expenses, including, without limitation, consequential damages, arising or resulting from any inaccurate information.
10. Seekers agree that information received from SOS will not be made available to other persons, firms, corporations, partnerships, members of the public or persons outside the employ or direct control of the Seekers or other entities without the prior express written consent of SOS.
11. Pursuant to 92 Illinois Administrative Code 1002.60, should Seekers disclose any personal information obtained from SOS in any manner allowed under this Agreement, Seekers shall, for a minimum of five (5) years, keep records identifying each person or entity that received such information and the permitted purpose for which the information was disclosed. Upon request by SOS, Seekers shall make said records available.
12. Seekers agree to properly and timely dispose of the materials containing personal information in a manner that renders the personal information unreadable and undecipherable, in accordance with the Personal Information Protection Act. 815 ILCS 530. Furthermore, a violation of the Personal Information Protection Act may subject Purchaser to monetary and civil penalties not to exceed \$50,000 for each instance. 815 ILCS 530/40(a).
13. Seekers acknowledge that a violation of the Personal Information Protection Act constitutes an unlawful practice under the Consumer Fraud & Deceptive Business Practices Act. (815 ILCS 530/20).
14. While some of the information SOS provides to City Clerk is considered public information, some of the material to which City Clerk will receive is considered personally identifying information, the dissemination of which is limited by the Federal Drivers Privacy Protection Act, 18 USC § 2721 et. seq., Data Processing Confidentiality Act 30 ILCS 585, the Personal Information Protection Act, 815 ILCS 530, the Illinois Vehicle Code, 625 ILCS 5/2-123 and the Illinois Administrative Code, Part 1002. Seekers acknowledge that the improper dissemination of personally identifying information is a violation of the Federal Drivers Privacy Protect Act and that any individual who violates this Act is

subject to criminal prosecution, fines and civil penalties of \$2,500 for each improper disclosure of information. Thus, all information furnished by SOS to Seekers is for the EXCLUSIVE use of the City Clerk and shall not be provided to anyone not a party to this Agreement without the prior express written consent of SOS, except as provided in the Certified Statement of Use(s). Seekers agree that each of its officers and employees who will be given access to SOS data will be informed, in writing, of the limitations on the dissemination of this information and of the civil and criminal penalties for violating the Federal Driver's Privacy Protection Act. Each officer and employee shall acknowledge, in writing, the receipt of this information. BREACH OF THIS PROHIBITION WILL BE DEEMED A MATERIAL BREACH AND WILL RESULT IN THE DENIAL OF SALE INFORMATION TO THE CITY CLERK FOR A TERM OF 5 YEARS.

15. Prior to execution of this Agreement and upon request, City Clerk shall provide to SOS the names, addresses and phone numbers of all persons responsible for managing SOS data or otherwise executing the provisions of this Agreement on behalf of the Seeker. Each designated employee shall certify, in writing, compliance with the Driver's Privacy Protection Act. Said Certification and Driver's Privacy Protection Act are attached for City Clerk to copy and disseminate to all designated employees who will have access to said confidential information. Signed copies of the Certification shall be returned to: Office of the General Counsel, Illinois Secretary of State, 298 Howlett Building, Springfield, Illinois 62756.
16. Seekers agree not to use, sell, furnish, or otherwise make available any information supplied by SOS pursuant to this Agreement for commercial solicitation purposes, to contact individuals for advertising, offering for sale, marketing or sale of products or services; or identifying potential employees, except for the United States Armed Forces; or to update, enhance or verify any information which may then be sold, offered or otherwise distributed to any user to directly or indirectly use such information to contact individuals for advertising, offering for sale, marketing or sale of products or services as set forth by 92 Illinois Administrative Code 1002.42.
17. SOS security policies and any data security standards contained therein, as amended, shall be incorporated into this Agreement by reference. Seekers shall also adhere to the International Standards Organization (ISO) 27001 and ISO 27002. Upon notice to Seekers, SOS reserves the exclusive right to add and/or modify these and other data security requirements contained in this Agreement at any time during its term.
18. As a condition precedent of this contract, Seeker agrees to complete the SOS Network Security Assessment and to return same to SOS prior to the execution of this contract.
19. In no case shall SOS give any refund of any purchase price, once SOS completed the work contracted for by City Clerk and presented the information to City Clerk.
20. This Agreement is subject to the rules outlined in 92 Illinois Administrative Code 1002, all relevant sections of the Illinois Vehicle Code, the Federal Drivers Privacy Protection Act, 18 USC § 2721 et. seq. and the Federal Fair Credit Reporting Act, 15 USC § 1681 et. seq. This Agreement shall be interpreted in accordance with the laws of the State of Illinois, U.S.A. Seekers agree that any dispute arising under

this Agreement which cannot be resolved amicably among the parties shall be submitted to a court of competent jurisdiction in the State of Illinois, to which jurisdiction the Seekers hereby submit.

21. Should Seekers misuse SOS information or have a breach of its security systems that allows unauthorized users access to SOS information, Seekers shall be responsible for any damages and costs SOS incurs in relation to notifying SOS customers of the unauthorized access and/or use of their information
22. Seekers agree to indemnify and hold the State, its officers, agents and employees, harmless from and against any and all liabilities, demands, claims, suits, losses, damages, causes of action, fines or judgments, including costs, attorneys' and witnesses' fees, and expenses incident thereto, relating to the unauthorized access to and/or release or misuse of information resulting from (1) the acts or omissions, including negligence of misconduct of Seekers, its employees, agent or subcontractors and (2) breach of its computer and security systems that comprises the security of SOS information. Both shall result in SOS having to notify its customers of the misuse or compromise of their information and Seekers shall bear all costs associated with said notification and breach.
23. This Agreement shall continue in effect until termination by either party pursuant to the terms hereof, or until the breach of any of the terms and conditions of this Agreement, or by two (2) years from the effective date set out at the end hereof, whichever comes first.
24. The parties shall each have the right to terminate this Agreement without cause upon five (5) days prior written notice to the other party.
25. A breach of paragraphs 6 through 22 will be deemed a material breach and will result in the immediate termination of this Agreement.

THE REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK.

IN WITNESS THEREOF, each party hereto has caused this Agreement to be executed by its duly authorized officer.

DATE: 5/10/18

DATE: 5/17/18

DATE: 5-31-18

DATE: _____

DATE: 6/18/18

Reviewed for Legal Sufficiency:

DATE: 6/18/18

CITY OF CHICAGO
OFFICE OF THE CITY CLERK

Andrea M. Valencia

Anna M. Valencia, City Clerk

Andrea

CLARITY, LLC

DC

David C. Namkung
Managing Partner

STATE OF ILLINOIS
SECRETARY OF STATE

Michael J. Mayer

Michael J. Mayer
Director, Driver Services Department

STATE OF ILLINOIS
SECRETARY OF STATE

Ernie Dannenberger
Ernie Dannenberger
Director, Vehicle Services Department

STATE OF ILLINOIS
SECRETARY OF STATE

Jesse White

Jesse White
Illinois Secretary of State

Irene Lyons

Irene Lyons
General Counsel, Secretary of State



OFFICE OF THE CITY CLERK
ANNA M. VALENCIA
CITY OF CHICAGO

RECEIVED
RECEIVED STATE LIBRARY
RECEIVED OFFICE
GEN. P.D.
REF'D.

February 27, 2018

The Honorable Jesse White
Illinois Secretary of State
298 Howlett Building
Springfield, Illinois 62756



Dear Secretary White:

I am writing this letter to renew the data request and Certified Statement of Use from the Office of the Chicago City Clerk to the Office of the Illinois Secretary of State.

The City of Chicago — Office of the City Clerk (hereafter, "OCC") is a local government agency that administers and enforces the Wheel Tax and Residential Zone Parking laws of the City of Chicago. This is a permissible use of state motor vehicle records under 18 U.S.C. 2721(b)(1).

OCC seeks from the Illinois Secretary of State (hereafter, "SoS") the following batch files (hereafter, "SoS datasets"):

- (1) all License and State IDs (hereafter, "Drivers") with a Chicago address, by monthly sending of the entire SoS datasets. This letter articulates the office's use of this data to carry out its governmental functions;
- (2) all vehicles registered with the Illinois Secretary of State to an address within Cook county, including the City of Chicago, and the Cook "collar" counties (DuPage, Lake, McHenry, Kane, Kendall, and Will), by monthly sending of the entire dataset; and
- (3) Illinois License Dealer file (hereafter, "Dealer file") of all dealerships and related dealership information included but not limited to dealer names, addresses, vehicle information, phone numbers, and quantity of dealer plates assigned to each dealership, by quarterly sending of the entire dataset.

Regulatory Overview—Wheel Taxes and Residential Zone Parking

OCC administers and enforces the Chicago Wheel Tax Ordinance. (Chicago Muni Code 2-12-010). It issues approximately 1.2 million Wheel Tax License Emblems annually which raises approximately \$132 million dollars annually. The City relies on this tax revenue to pay for road repair, maintenance, and improvement; traffic and compliance law enforcement; and automobile emission control testing. This tax is applicable to all persons who:

1. have a Chicago residence;
2. own a vehicle (where "owner" includes a lessee, licensee, or bailee); and where,
3. that vehicle is used on the public way in Chicago.

All individuals subject to this tax must pay the applicable fee (as determined by vehicle make and weight) to the OCC. The OCC thereafter issues a Wheel Tax License Emblem (hereafter "License Emblem") to the individual. The individual is required to display the License Emblem in his or her vehicle's windshield.¹ Failure to do so is punishable by fines of \$200 to \$500 per violation per day, which is enforced by OCC investigators, the Chicago Police Department and other authorized City of Chicago enforcement agents.

OCC administers and enforces Chicago Residential Zone Parking. The purpose of residential zone parking is to limit parking on designated streets in densely-populated or highly-trafficked areas to residents of the zoned area and their guests only. Residential zone parking restrictions are prolific in Chicago. About 20-25% of Chicago's motorists reside in zoned parking areas and zones exist in every Chicago Ward. Vehicles parked in a residential parking zone must display either a License Emblem with an Annual Residential Zone Parking Permit (hereafter "Annual Residential Zone") or an unexpired Daily Residential Parking Permit (hereafter "Daily Permit"). Failure to display a License Emblem with the proper Annual Residential Zone number or a Daily Permit is punishable by a fine of \$75 per violation per day, and is enforced by OCC investigators, the Chicago Police Department and other authorized City of Chicago enforcement agents.

Ordinance Enforcement Uses and Security Policies

The City of Chicago is a local government that administers and enforces Wheel Tax and Residential Zone Parking laws of the City of Chicago. Use of state motor vehicle records to administer and enforce this tax is permissible under 18 U.S.C. 2721(b)(1). Pursuant to ordinance, License Emblems and Residential Zone Parking permits are issued and enforced by the Chicago City Clerk and Department of Finance and issued by community vendors with multiple locations throughout the Chicago area. (Chicago Muni. Code 3-56-075).

Vehicle information is sought for the administration and enforcement of the City of Chicago Wheel Tax Ordinance. (Chicago Muni. Code 3-56 et seq.) OCC uses vehicle information from the Cook County, the Chicago "collar" counties (DuPage, Lake, McHenry, Kane, Kendall, and Will), and Sangamon County to identify persons and vehicles subject to the Wheel Tax, administer License Emblem sales, identify non-compliance, notify residents, and enforce License Emblem requirements. OCC also uses VINs, license plates, and license plate expirations from the other 94 Illinois Counties, no registered owner information is requested or provided, to identify the correct vehicle license type and expiration cycle for customers with new vehicles or are new residents to the City of Chicago. It uses VIN file information to generate ad hoc Wheel Tax License records to facilitate the sale of License Emblems online and verify compliance, including but not limited to compliance under Commercial Vehicle Fleets. (Chicago Muni. Code 356-125).

OCC uses Chicago Driver information to identify persons and vehicles subject to the Wheel Tax, administer License Emblem sales, identify non-compliance, notify residents, and enforce license emblem requirements. OCC also uses Driver information to proactively verify the age of a vehicle owner and grant senior discounts. Driver information is also to enable the purchase of Daily Residential Parking Permits online. In order to purchase Daily Permits, each applicant must prove eligibility by providing proof of residency in the zoned area once a year.

¹ There are a number of exemptions where payment of the Wheel tax is required, but display is not required. E.g. Commercial Vehicle Fleets. Chicago Muni. Code 3-56-125.

Clarity Partners, LLC is contracted to assist in the support and troubleshooting of the Sales Application Suite, a system that supports OCC and authorized agents Department of Finance in the administration and enforcement of License Emblem and Residential Zone Parking program. Clarity Partners, LLC accesses our systems on-site and by secured City of Chicago VPN. Their use of OCC systems and databases are limited to support and troubleshooting of our Sales Application Suite used to administer and enforce the Wheel Tax and Residential Zone Parking laws of the City of Chicago. Clarity Partners, LLC's access is limited to the support, development and troubleshooting of the Sales Application Suite and not to any SoS data.

The OCC contracts with three (3) third party sellers for the sale of Year-Round License Emblems and Annual Residential Zone permits. (Chicago Muni. Code 3-56-075; 9-68-021). The third party sellers are Barr Management, LTD., Electronic License Services, LLC., and PLS Financial Services, Inc. The third party sellers have limited access to the OCC database that contains Vehicle information and cannot edit or create any records. A License Emblem purchaser must give a third party seller their own personal information for the third party seller to access the purchaser's Vehicle information.

There are eight (8) City of Chicago Departments that have OCC issued laptops to access the OCC Sales Application Suite Over-the-Counter payment management system to facilitate the sale of Daily Permits. A Daily Permit purchaser must give the Department their personal information, i.e. Driver's license number or State ID number to access the SoS provided information of the purchaser.

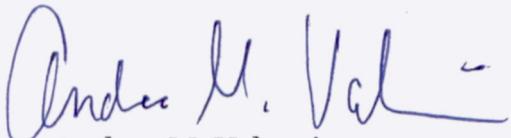
OCC captures/receives the SoS datasets via secure file transfer protocol (hereafter, "SFTP"). The City of Chicago has established protocols that will ensure the security of private information. The SoS datasets will be retrieved from SoS's secured file transfer protocol on a weekly schedule and stored on the City Clerk's secured Network Attached Storage device owned and operated by the Chicago Department of Innovation and Technology (hereafter, "DoIT"). DoIT is certified HIPPA and PCI compliant, each of which requires privacy and security standards equivalent to those required for the security of the private information in the SoS datasets.

Once the SoS datasets are synched with the OCC record set, OCC versions of the native files provided by SoS are permanently deleted. When this process is complete, OCC then deletes the batch files from the SoS SFTP. This total process is completed in no longer than 15 business days, with it typically completed within 5 to 10 business days.

In sum, these security protocols will ensure that the SoS SFTP batch files are retrieved by authorized users, stored in a secured location with access only for authorized persons, securely integrated into the OCC databases, and that private information is not disclosed to an unauthorized party for an impermissible use.

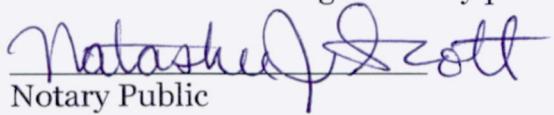
For the foregoing reasons, I seek your approval of this request. The Office of the City Clerk is fully prepared to answer any questions or provide any additional information to facilitate your review of this request. Thank you for your consideration. I look forward to hearing from your office soon.

Yours sincerely,



Andrea M. Valencia
Chicago City Clerk

This document was signed in my presence by Andrea M. Valencia on 2/27/18



Notary Public





20 N. Clark
Suite 3600
Chicago, IL 60602

p: 312.920.0550
f: 312.920.0554

www.claritypartners.com

February 23, 2018

Hon. Jesse White
Illinois Secretary of State
Attn: Pamela Wright
298 Howlett Building
Springfield, Illinois 62756

Dear Secretary White,

Clarity Partners LLC ("Clarity"), an LLC organized in the State of Illinois, has been contracted by the City of Chicago ("City") to provide technology consulting services to the Office of the City Clerk. These services include the maintenance, troubleshooting, and support of a suite of applications that are used to support the collection and enforcement of the City of Chicago's wheel tax ordinance as well as the residential parking program.

Clarity is committed to supporting the business process and the related technologies and data according to the Drivers Policy and Protection Act (18 USC2721), the rules and regulations of the Illinois Secretary of State, and all other applicable laws. Clarity accesses the Sales Application Suite via a secure VPN connection to the City's network and does not host nor store any data outside the City's environment. All SOS data, contained in the Sales Application Suite, runs on the City's servers within their network. Clarity accesses the Sales Application Suite for the purpose of troubleshooting, maintaining, and supporting the program.

Clarity has been issued and maintains a Certificate of Good Standing, issued by the Illinois Secretary of State; a copy of this certificate is already filed with your office.

If I can be of any further information or assistance, please contact me directly, d.namkung@claritypartners.com or (312) 920-0550.

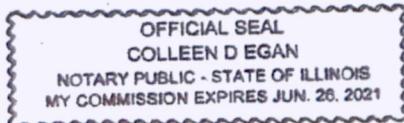
Sincerely,

A handwritten signature in blue ink, appearing to read 'David C. Namkung'.

David C. Namkung
Managing Partner

This document was signed in my presence

By Colleen D. Egan on 2/23/18
Colleen D. Egan Expires 6/26/21
Notary Public



OFFICE OF THE ILLINOIS SECRETARY OF STATE

JESSE WHITE
SECRETARY OF STATE



LLC FILE DETAIL REPORT

File Number	01141198		
Entity Name	CLARITY PARTNERS, LLC		
Status	ACTIVE	On	02/22/2018
Entity Type	LLC	Type of LLC	Domestic
File Date	03/19/2004	Jurisdiction	IL
Agent Name	DAVID C. NAMKUNG	Agent Change Date	03/18/2016
Agent Street Address	20 N CLARK ST STE 3600	Principal Office	20 N CLARK ST STE 3600 CHICAGO, IL 606020000
Agent City	CHICAGO	Managers	View
Agent Zip	60602	Duration	
Annual Report Filing Date	02/22/2018	For Year	2018
Old LLC Name	10/19/2005 - CLARITY CONSULTING GROUP, LLC 09/27/2004 - N2 CONSULTING LLC		
Series Name	NOT AUTHORIZED TO ESTABLISH SERIES		

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(One Certificate per Transaction)

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OFFICE OF THE CITY CLERK

ANNA M. VALENCIA

CITY OF CHICAGO

Secretary of State Datasets Information and/or OCC Over-the-Counter System User List

OCC Employee Name	OCC Division/Department	OCC Phone Number
Julie Gammicchia	Investigation	312-742-9217
Humberto Martinez	Investigation	312-742-9217
Graham Curnew	Investigation	312-742-9217
Marion Linton	Data Services	312-744-4383
Bella Mulvihill	Data Services	312-742-9200
Shawna Sample	Data Services	312-742-9200
Veronica Gandara	Data Services	312-742-9200
Patricia Pollard	Data Services	312-742-9200
Cheryl Miller	Data Services	312-742-9200
Bonnie Roach	Data Services	312-742-9200
Rosemarie Patton	Data Services	312-744-0275
Whitney Houston	Data Services	312-744-6770
Ingrid Barjas	Audit and Verification	312-742-3810
Lance Rogers	Audit and Verification	312-742-0894
Joseph Remiasz	Audit and Verification	312-744-7468
Nitza Laboy	Audit and Verification	312-742-0896
Margie Ulloa-Lopez	Audit and Verification	312-742-9219
Raul Reyes	Audit and Verification	312-742-0898
Kathryn O'Connell	Chief of Staff/Deputy Clerk	
Stacy Howlett	Operations	312-744-7825
Jorge Ramirez	Operations	312-744-3215

Dana O'Leary	Legal	312-744-8701
Darlean Jackson	General Licensing	312-744-2163
Maria Townsend	General Licensing	312-742-5318
Daniel Dispensa	General Licensing	312-745-1101
Maricell Flores	General Licensing	312-742-5318
Michelle Antablian	General Licensing	312-744-6874
Carrie Calvino	General Licensing	
Sherry Janus	General Licensing	312-745-1105
James Homan	General Licensing	312-745-1100
Diane Brown	General Licensing	312-744-6847
Mary Ellen Fox	General Licensing	312-745-1105
Ponchita Collins	General Licensing	312-744-1528
Massiel Hernandez	General Licensing	312-744-6248
Yvonne Raya Oehman	General Licensing	
Debbie Krystiniak	General Licensing	312-742-5375
Divinity Lane	General Licensing	312-744-2092
Barbara Johnson	General Licensing	312-744-8590
Brenda Booker	General Licensing	312-744-1528
Patricia Fedele	General Licensing	312-744-8590
Cristina Alvarez	Technology	312-744-2809
Glenda Rodriguez	Executive Office	312-744-1665